

Certified Mail:

0371510

**INTERAIL, INC.**  
A SUBSIDIARY OF  
**GARVEY INTERNATIONAL INC.**

December 16, 1980

0-3614045

Date JAN 6 1981

RECORDATION NO.

10874-4

Fee \$

10.00

ICC Washington, D. C.

JAN - 6 1981 - 10 25 AM

Secretary of the Interstate  
Commerce Commission  
Twelfth & Constitution Ave. N.W.  
Washington, D.C. 20433

INTERSTATE COMMERCE COMMISSION

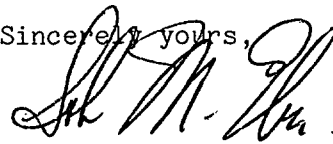
RE: Interail, Inc. (formerly Rail, Inc.)  
Continental Illinois National  
Bank and Trust Company  
Supplement Number 7  
Security Agreement dated October 1, 1979

Dear Sir(s):

Enclosed for recording with your office pursuant to 49 USCE 11303 and CFR  
Part 1116 is the original and two counterparts of the above Supplement Number  
7 to the Security Agreement. Also, enclosed is a check in the amount of  
\$10.00 to cover the recording fee.

Please return the original to our office after recording.

Sincerely yours,



John M. Eber  
Vice President of Administration

JME/lah

Encls.

JAN 6 10 19 AM '81  
DOCKET FILES  
BRANCH

RECORDATION NO. 10874-28  
FILED 1425

JAN - 6 1981 - 10 25 AM

INTERSTATE COMMERCE COMMISSION

Supplement Number 7 to Security Agreement dated as of October 1, 1979 (The "Security Agreement") from Interail, Inc. (formerly Rail, Inc.) a Kansas corporation (The "Debtor"), whose post office address is 141 West Jackson Blvd., Chicago, Illinois 60604, to Continental Illinois National Bank and Trust Company of Chicago (The "Secured Party"), whose post office address is 231 South LaSalle Street, Chicago, Illinois 60693, Attention: Loan Division.

The Security Agreement was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on October 10, 1979, at 3:00 p.m. and was assigned recordation number 10874. The attached supplemental Schedule of equipment and Schedule of Leases are hereby added to the Security Agreement and made a part thereof.

IN WITNESS WHEREOF, the Debtor has caused this Supplement Number 7 to the Security Agreement to be executed and the Secured Party has caused this Supplement Number 7 to the Security Agreement to be executed on its behalf by one of its Vice Presidents and its corporate seal to be hereunto affixed, and said seal and this Supplement Number 7 to the Security Agreement to be attested by one of its Assistant Secretaries, all as of the 22nd day of December, 1980.

Interail, Inc.

BY: Ray White

President

Debtor

(Seal)

ATTEST:

R. Johnson  
Secretary

(Seal)

ATTEST:

W. J. Bond  
Operations Officer

Continental Illinois National  
Bank and Trust Company of Chicago

BY: Charles H. [Signature]

Vice President

Secured Party

STATE OF ILLINOIS     )  
                              ) ss:  
COUNTY OF COOK        )

On this 22nd day of December 1980, before me personally appeared Bob M. White and Richard Johnson to me personally known, who being by me duly sworn, did say that they are the President and Secretary, respectively, of Interail, Inc., formerly Rail, Inc. and that the foregoing instrument was signed and sealed by them in the respective capacities therein set forth on behalf of said corporation by authority of its board of directors; and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

*Lynn J. Selah*  
Notary Public

My Appointment Expires:

*Jan 29, 1984*

STATE OF ILLINOIS     )  
                              ) ss:  
COUNTY OF COOK        )

On this 22nd day of December, 1980, before me appeared Charles A. Hamilton and W. J. Bond, to me personally know, who being by me duly sworn, did say that they are the Vice President and ~~Trust~~ *President* Officer, respectively, of Continental Illinois National Bank and Trust Company of Chicago, and that the foregoing instrument was signed and sealed on behalf of said bank in the capacity therein set forth and is the free act and deed of said bank.

*A. Heels*  
Notary Public

My Appointment Expires:

MY COMMISSION EXPIRES MAY 14, 1981

DEBTOR: Interail, Inc. (formerly Rail, Inc.)

SECURED PARTY: Continental Illinois National Bank & Trust  
Company of Chicago Under a Security Agreement  
Dated as of October 1, 1979, Between Debtor  
and Secured Party

SCHEDULE B TO UCC - 1 FINANCING STATEMENT

Lessee: J. Lynch and Company, Inc.

Agreement Date: September 10, 1980

Term: 5 years

Delivery Date: October 1980

Rental: \$535 per car per month

Covering 100 ton covered hopper cars - Debtor Identification Numbers:

RILX 100-124

Lessee: Oklahoma, Kansas and Texas Railroad Company

Agreement Date: September 9, 1980

Term: 3 years

Delivery Date: November 1980

Rental: Per Diem and Mileage

Covering 100 ton covered hopper cars - Debtor Identification Numbers:

NOKL 3300-3374

DEBTOR: Interail, Inc. (formerly Rail, Inc.)

SECURED PARTY: Continental Illinois National Bank and Trust  
Company of Chicago Under a Security Agreement  
Dated as of October 1, 1979 between Debtor and  
Secured Party.

SCHEDULE A TO UCC-1 FINANCING STATEMENT

<u>Description</u>	<u>Quantity</u>	<u>Identifying Number</u>
New 4,780 Cubic Foot 100 ton covered hopper cars manufactured by Evans Products Co.	100	RILX 100-124 NOKL 3300-3374